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DIVISION OF CORPORATIONS

/s 11/16/07

## ROBERT G. MURRELL, P.A. SAM E. MURRELL & SONS

ATTORNEYS AT LAW

ONE NORTH ROSALIND AVENUE ORLANDO, FLORIDA 32801

SAM E. MURRELL (1902-1965) SAM E. MURRELL, JR. (1953-1996) ROBERT G. MURRELL

November 7, 2007

AREA CODE 407 TELEPHONE 843-8500 FAX 843-8504

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

RE: APOSTOLIC FAITH TABERNACLE CHURCH, INC.

Amended Articles of Incorporation

#### Gentlemen:

Enclosed are Amended Articles of Incorporation for the above referenced not-for-profit Florida corporation together with check for \$43.75 representing \$35.00 filing fee and \$8.75 for a certified copy of same.

Thank you for your assistance.

Yours very truly,

Robert G. Murrell

RGM:jw Enclosures

### AMENDED ARTICLES OF INCORPORATION 2007 NOV 13 PM 12: 54

**OF** 

#### APOSTOLIC FAITH TABERNACLE CHURCH, INC.

#### (formerly APOSTOLIC TABERNACLE CHURCH OF TITUSVILLE, FLORIDA, INC.)

#### Know All Men By These Presents:

That Apostolic Tabernacle Church of Titusville, Inc., a non-profit corporation organized under the laws of the State of Florida, does hereby and herewith amend its Articles of Incorporation and pursuant to Chapter 617 of the Florida Statutes and Section 617.202, does herewith adopt as its Amended Articles of Incorporation, in conformity with the foregoing statute, the following Amended Articles of Incorporation, as follows:

#### ARTICLE I

#### Corporate Name

The name of the church and non-profit corporation is herewith changed and the same shall hereafter be APOSTOLIC FAITH TABERNACLE CHURCH, INC., and the Church name shall be APOSTOLIC FAITH TABERNACLE CHURCH. The existence of this corporation shall be perpetual.

#### ARTICLE II

#### Address and Principal Office

The street address and mailing address of the corporation is APOSTOLIC FAITH TABERNACLE CHURCH, INC., c/o Pastor Alberta Campbell, 616 Olive Street, Titusville, Florida 32796-7649.

#### ARTICLE III

#### Purposes for which the Corporation is Organized

The purpose or purposes for which the corporation is organized shall be to maintain a church for worship, training and discipleship with principles and beliefs as follows:

i. The APOSTOLIC FAITH TABERNACLE CHURCH, INC. shall teach truths based upon the Holy Scriptures, with Jesus Christ and his teachings as the example and guide of Holy and righteous living, Jesus Christ being the Chief Shepherd, and cornerstone of the Church,

building upon the foundations of the Apostles' doctrine, and the uncompromised spiritual foundational truths therein, and the members shall join together as Christian as the Church of Jesus Christ, teaching and making disciples in the area where the Church is located, and throughout the world, baptizing by water immersion in Jesus' name, being filled with the Holy Ghost, and speaking in tongues as the Spirit gives utterance [Acts 2:38].

- 2. The mission of the Church shall be to preach the uncompromised word of God as born again believers and followers of Jesus Christ, the Church's purpose being to strengthen and provide through faith and wisdom, godly instruction, with biblical principles, thru preaching, teaching, and demonstration of the power of God through the Spirit, with a deeper love of Christ, encouraging its members to walk together, endeavoring to keep unity in the Spirit, and the bond of peace, [Ephesians 4:3], and to send missionaries to spread the gospel and make disciples in all places throughout the world.
- 3. The APOSTOLIC FAITH TABERNACLE CHURCH, INC. adopts and believes the Holy Bible to be the inspired word of God, without error, the absolute truth from God to mankind, our roadmap to eternal life.

To confirm principles and beliefs of the Church, the members of the Church are dedicated to God and shall love and serve others, being committed to the following beliefs hereby established as the doctrine of the Church:

- a. We believe in one Lord, one faith, and one baptism.
- b. We believe our God is one God, holy, and divine, who rules with absolute authority!
- c. We believe in calvary's cross, the Five Fold Ministry, [Ephesians 4:11], the second coming of our Lord and Savior Jesus Christ, and the eternal judgment of Heaven or Hell.
- d. We believe in supporting the Church through generous giving of tithes and offerings, and regular Church attendance, and active participation in the activities and programs of the Church.
- e. Under the leadership of our Lord and Savior, Jesus Christ, we do acclaim ourselves to be Christians, believing in the Apostles' doctrinal teachings of the death, burial, and resurrection of our Lord and Savior, Jesus Christ, through the power of the Holy Ghost, water baptism in Jesus' name, being filled with the Holy Ghost and speaking in other tongues as the Spirit gives utterance. [Act 2:38].
- f. Dress Code: Deut. 21:5/ I Timothy 2:9-10.
- 4. It is the purpose of this Church to win the lost to Jesus Christ as Lord and Savior,

and to make disciples and support and promote the primary functions of worship, witness, discipleship and ministry, being a light to the world.;

5. The members of the Church shall covenant with one another to promote a spirit of brotherhood and a closer association between the members of the Church and its organizations; to safeguard and transmit to posterity the purity and righteousness of individual freedom and the teaching of our Church, as well as to teach individual members within the community, for the upbuilding of God's Kingdom!

#### ARTICLE IV

#### Manner of Election of Trustees

The business, property, and affairs of this corporation shall be managed by a Board of Trustees composed of not less than three (3) persons who shall be members.

Quorum: The presence of a majority of all the Trustees shall be necessary at any meeting to constitute a quorum of the Trustees to transact business.

The Trustees shall be elected or appointed by a majority vote of the members, or in such other manner as stated in the By-Laws. The initial Trustees who shall constitute the initial ministerial board, until death, resignation, removal, or election of successors, are as follows:

Alberta Campbell 616 Olive Street, Titusvile, FL 32796-7649

Jessie L. Moore P.O. Box 632, Mims, FL 32759

Carrie Chattman 4055 Kirkland Boulevard., Orlando, FL 32811-

Euzera J. Musgrove P.O. Box 186, Clarcona, FL 32710

Michael Cadore, Sr. 1311 Hideaway Lane, Rockledge, FL 32955

James Eaddy 1433 Kings Court, Titusville, FL 32780

Lucille J. Crayton 5138 Polaris Street, Orlando, FL 32719

#### ARTICLE V

#### Congregational Form, Annual Meeting, and Church Conferences

The Church shall be congregational in form, with authority to ordain ministers and form other churches. All actions and conduct of Church business shall be by majority vote of the members, unless otherwise provided in the Articles of Incorporation or the By-laws.

The annual meeting of the membership of this corporation shall be held at 623 Wager Street, Titusville, Florida, on a date as provided by the By-Laws, with each member entitled to one vote.

Any Church Conference shall be any regular or special business meeting of the members of the Church. The By-laws shall provide for the annual meeting as well as regular business meetings and the calling of special business meetings. The quorum for the transaction of business shall be as provided in the By-laws.

#### **ARTICLE VI**

#### Registered Office and Agent

The registered office of this corporation shall be located at 623 Wager Street, Titusville,

Florida 32782, and the Registered Agent of the corporation shall be Alberta Campbell, 616 Olive

Street, Titusville, Florida 32796-7649, who has furnished a written acceptance of appointment as
the Registered Agent at the conclusion of these Articles of Incorporation. The corporation may
change its Registered Agent or the location of its registered office, or both, from time to time
without amendment of these Articles of Incorporation, in accordance with the provisions of the
By-laws.

#### ARTICLE VII

## Qualifications of Members, Dismissal and/or Transfer of Membership and Manner of Admission

The qualifications of the members of said corporation and the manner of their admission shall be by the giving of satisfactory proof of conversion to the Christian Faith, intent to live in accordance with and comply with the beliefs and doctrine of the Church, Baptism by immersion, and acceptance by a majority of the members present and voting at the time of the acceptance and reception of such member; provided, however, that all current members shall be and remain members until deceased, dismissed at their request, transfer to another church, or for cause upon vote of a majority of the members present and voting at the time of such erasure or dismissal. Provided, there shall be no dismissal of any member in the absence of notice of cause for dismissal in writing, specifying the date and details of the cause and opportunity to respond and be heard, with representation of counsel if desired, adequate proof, and two-thirds vote of the membership in accordance with any further procedures as provided in the By-Laws.

Provided further, before any notice, the Overseer, Pastor, and Co-Pastor shall investigate and counsel with the accused, and upon his repentance and/or request for forgiveness, present the matter to the membership for their action in acceptance of the accused's explanation or repentance, or direction to proceed with a properly noticed hearing.

All of the members of APOSTOLIC TABERNACLE CHURCH OF TITUSVILLE, FLORIDA, INC., shall automatically continue to be members of the Church and entitled to vote in accordance with the By-laws. The Church Secretary shall maintain a list of the names and last known address of all current members.

#### ARTICLE VIII

#### Designation of Overseer, Successor Overseer and Pastor

Pastor, Alberta Campbell, shall be Overseer and Co-Pastor, during the balance of her lifetime, with authority to oversee and approve the activities and financial matters of the Church, which shall meet with her approval. Upon her death or disability, such authority shall be vested in Carrie M. Chattman, as the successor Overseer and Co-Pastor, along with Jessie L. Moore as the Pastor and Christopher Dollard as Elder.

Jessie L. Moore shall be the Pastor of the Church subject to his resignation, or death, inability to preach, or perform pastoral duties, or termination by vote of two-thirds (2/3) majority of the members for cause.

#### ARTICLE IX

#### Dissolution and Distribution of Assets

If this Church or corporation should ever be dissolved, all of its assets remaining after payment of all costs and expenses of such dissolution, shall be distributed to a non-profit corporation, or other organization, which is qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or any regulation succeeding said section.

The members of said corporation who are members in good standing at the time of dissolution of said corporation shall, sitting in conference, designate the non-profit corporation or corporations, or organizations, to receive said assets of the corporation after dissolution. None of the assets of said corporation will be distributed to any member, officer, or Trustee of this corporation. Any non-profit corporations or organizations designated to receive assets under this article shall be affiliated with a non-profit organization or church having similar beliefs or purposes.

#### ARTICLE X

#### Management

The Church sitting in conference shall be the final authority in all of its affairs. The business affairs of the corporation are to be managed by the following:

- 1. By a Board of Trustees composed of not less than three (3) members who shall be members of this corporation and shall make and execute all contracts, deeds, bonds, notes, negotiable instruments, mortgages, trusts and all other instruments of indebtedness or conveyance of said corporation upon the order thereof, by resolution by the Church sitting in conference, duly adopted for such purpose; provided, however, that all such documents may be signed for and on behalf of the Board of Trustees by any three (3) Trustees and attested by the Secretary or Clerk, or a staff member charged with Church operations. The title to all property, however, shall be vested in the name of said corporation. The Board of Trustees shall have such other duties as provided in the By-laws.
- 2. As to spiritual matters, by an active body of Deacons composed of three (3) or more members who have been elected by the membership as Deacons, and who shall assist the Pastor in spiritual matters, and who shall, along with the Overseer, Pastor and Co-Pastor, review and make recommendations to the Church body as to matters requiring Church action. The Overseer, Pastor and Deacons shall visit, and pray for and with, any sick, disabled, home-bound, or incarcerated members, and non-members, upon reasonable request, and shall have such other duties as provided in the By-laws.

The Deacons shall be elected or appointed by a majority vote of the members, or in such other manner as stated in the By-laws. The initial Deacons who shall constitute the initial Deacon Board, until death, resignation, removal, or election of successors, are as follows:

James Eaddy Michael Cadore, Sr.

- 3. The officers of the church shall be present for all meetings, unless providentially hindered and thereby unable to attend.
- 4. The Trustees shall elect and fill all vacancies in any positions or office when needed. The members shall have the power to fill any vacancies in any office by a majority vote called for such purpose.
  - 5. By such other officers as provided in the By-laws.

#### ARTICLE XI

#### Church Conference

The Church Conference shall be any regular or special business meeting of the members of the Church. The By-laws shall provide for the annual meeting as well as regular business meetings and the calling of special business meetings. The quorum for the transaction of business shall be as provided in the By-laws.

#### ARTICLE XII

#### By-laws

By-laws of the corporation may be proposed by the initial Trustees, and adopted by vote of the congregation. The By-laws may be amended, altered or rescinded by the Church sitting in conference as proved in the By-laws.

#### ARTICLE XIII

#### Elections

- 1. The corporation hall hold elections at such time and in such manner as designated in the By-laws.
- 2. All Trustees, Active Deacons, Officers and Committeepersons shall be elected or appointed in accordance with the By-laws. Vacancies shall be filled as provided in the By-laws.
- The Board of Trustees and Active Body of Deacons shall be elected for a period not to exceed three (3) years, and one-third (1/3) of the Trustees and the Active Body of Deacons shall be elected each year. The qualification for Deacon and Trustee shall be determined by the By-laws.
- 4. All Trustees, Active Deacons, Officers and Committeepersons shall hold office until their successors take office.

#### **ARTICLE XIV**

Discharge of Trustees, Deacons, Officers & Committeemen

Any Trustee, Active Deacon, Officer or Committeeman may be discharged by majority

vote of the church sitting in conference for any cause the church deems advisable; provided, however, any Trustee, Deacon, Officer or Committeeperson shall be given an opportunity to defend himself or herself either before or during such conference.

#### **ARTICLE XV**

#### Removal of Directors and/or Officers

Any Directors or Officers may be removed by the Board of Directors in the best interest of the corporation by a majority vote. Failure to attend three(3) consecutive meetings without a valid excuse shall constitute cause for the removal of a Director or Officer.

#### ARTICLE XVI

#### Amendments of Articles of Incorporation

The Articles of Incorporation may be amended by the Church sitting in conference with the written notice of such proposed change or amendment as contained therein, or attached hereto, or posted throughout the Church and mailed to all members, and also announced from the pulpit on two consecutive Sundays immediately prior to the scheduled meeting, with copies in writing of the proposed changes, which shall be amended by three-fourths (3/4) vote of the members of the Church sitting in conference, as further provided in the By-laws.

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alberta Campbell 10-18-07

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DATE

CHURCH CLERK

DATE

#### ACCEPTANCE BY RESIDENT AGENT

In compliance with Section 48.091, Florida Statutes, the APOSTOLIC FAITH TABERNACLE CHURCH, INC., a not-for-profit corporation pursuant to the laws of the State of Florida with its registered office at 623 Wager Street, Titusville, Florida 32780, has named and designated Alberta Campbell as its Registered Agent to accept service of process within the State of Florida, the said Alberta Campbell, having been named to accept service of process for the above-named not-for-profit corporation, at the place designated in this Certificate, hereby accepts such appointment as Resident Agent for service of process, and agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of duties as Registered Agent.

Dated this 30 day of September, 2007.

alberta Climpbelle
REGISTERED AGENT

#### CERTIFICATE

The undersigned does hereby certify that the foregoing is a true, accurate and correct copy of the Amended Articles of Incorporation of APOSTOLIC TABERNACLE CHURCH OF TITUSVILLE, FLORIDA, INC. as adopted by the membersat the congregational meeting on the 30<sup>44</sup> day of September, 2007, after notice thereof.

SEAL TO SON WON THE

ASTOR DATE

CHURCH CLERK DATE

The attached is a true, accurate and correct copy of Amended Articles of Incorporation adopted by the Apostolic Tabernacle Church of Titusville, Florida, Inc., upon unanimous vote at a meeting held after notice on October 18, 2007, changing the name of the corporation from Apostolic Tabernacle Church of Titusville, Florida, to Apostolic Faith Tabernacle Church, Inc., and further amending the Amended Articles of Incorporation in accordance with the provisions of the foregoing Amended Articles of Incorporation attached hereto .

Dated this 18th day of October, 2007, at Titusville, Florida.

CHURCH SECRETARY